

**RESOLUTION OF THE MEMBERS OF
BCM CRE OPPORTUNITY FUND LLP
TO FILE CHAPTER 11 REORGANIZATION**

WHEREAS, BCM CRE Opportunity Fund LLP (the “Company”) is an entity formed and existing under the law of the state of Delaware. The Company maintains a principal place of business at 4820 Bay Parkway, Brooklyn, New York 11229; and

WHEREAS, Judith Klein (“Klein”) is the managing partner and holds a twenty percent (20%) ownership interest in the Company. Sunset Hill RE Investments LLC holds an eighty percent (80%) ownership interest in the Company. Klein has waived notice of a special meeting and has consented to the voluntary filing of a chapter 11 petition on behalf of the Company; and

WHEREAS, a special meeting of the partners was held on March 22, 2023. Klein on behalf of the Company was present and the meeting was called to order by the undersigned managing partner; and

WHEREAS, Klein having determined that the Company’s asset is at risk, and that the Company would be best served by reorganization of the Company under Chapter 11 of the Bankruptcy Code; and

WHEREAS, Klein requested that the Company file a voluntary petition for relief under Chapter 11 of the Bankruptcy Code.

Upon motion duly made, seconded and unanimously carried it was

RESOLVED that the Company be, and hereby is, authorized to execute and file a voluntary petition for relief under Chapter 11 of title 11 of the United States Code in the United States Bankruptcy Court for the Eastern District of New York; and it is further

RESOLVED that the Company be, and hereby is, authorized to retain the Law Offices of Avrum J. Rosen, PLLC, to represent it as its attorneys in connection with such bankruptcy proceedings; and it is further

RESOLVED that Klein, the managing partner of the Company be and hereby is authorized to execute and file on behalf of the Company, a voluntary petition for relief under Chapter 11 of title 11 of the United States Code in the United States Bankruptcy Court for the Eastern District of New York; and it is further

RESOLVED that the firm of the Law Offices of Avrum J. Rosen, PLLC, be and hereby is retained to act on behalf of the Company in connection with such bankruptcy proceeding; and it is further

There being no further business to come before the meeting, upon motion duly made, seconded and unanimously carried, the same was adjourned.

Dated: March 22, 2023

/s/ Judith Klein

Judith Klein

Managing Partner of

BCM CRE Opportunity Fund LLP